

**UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

TANG CAPITAL PARTNERS, LP

Plaintiff,

v.

BRG INC.,

Defendant.

Case No.: 1:22-cv-03476-RWL

**ECF Case**

**DECLARATION OF BYRON PACHECO IN SUPPORT OF DEFENDANT'S  
MOTION TO DISMISS PLAINTIFF'S COMPLAINT**

I, Byron Pacheco, pursuant to 28 U.S.C. § 1746, hereby declare as follows:

1. I am a partner in the law firm of Kirkland & Ellis LLP and counsel for BRC Inc. (“BRC”) in the above-captioned litigation. I am a member of the bar of the State of New York and have been admitted to practice before this Court, among others.
2. I submit this Declaration in Support of the Defendant’s Motion to Dismiss Plaintiff’s Complaint. I am familiar with the facts set forth herein, based on my personal knowledge, involvement in the proceedings, and review of the materials referenced herein.

3. Attached hereto as Exhibit 1 is a true and correct copy of BRC Inc.’s Amendment No. 1 to Form S-1, filed with the United States Securities and Exchange Commission (“SEC”) on the Electronic Data Gathering, Analysis, and Retrieval System (“EDGAR”) on April 19, 2022, available at

[https://www.sec.gov/Archives/edgar/data/0001891101/000110465922047007/tm223264-3\\_s1a.htm](https://www.sec.gov/Archives/edgar/data/0001891101/000110465922047007/tm223264-3_s1a.htm).

4. Attached hereto as **Exhibit 2** is a true and correct copy of BRC Inc.'s Correspondence to the SEC re Registration Statement on Form S-1, filed with the SEC on EDGAR on April 18, 2022, available at <https://www.sec.gov/Archives/edgar/data/0001891101/000110465922047008/filename1.htm>.

5. Attached hereto as **Exhibit 3** is a true and correct copy of the Notice of Effectiveness, filed with the SEC on EDGAR on May 4, 2022, available at [https://www.sec.gov/Archives/edgar/data/0001891101/99999999522001311/xslEFFECTX01/primary\\_doc.xml](https://www.sec.gov/Archives/edgar/data/0001891101/99999999522001311/xslEFFECTX01/primary_doc.xml).

Dated: New York, New York  
July 29, 2022

*/s/ Byron Pacheco*  
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